

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF CALIFORNIA

Case number (if known)

Chapter 11

☐ Check if this an amended filing

**Official Form 201**

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Blue Earth, Inc.

2. All other names debtor used in the last 8 years  
Include any assumed names, trade names and doing business as names  
FDBA Genesis Fluid Solutions Holdings, Inc.  
FDBA Cherry Tankers, Inc.

3. Debtor's federal Employer Identification Number (EIN) 98-0531496

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
<u>235 Pine Street</u>	
<u>Suite 1100</u>	
<u>San Francisco, CA 94104</u>	
Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
<u>San Francisco</u>	
County	Location of principal assets, if different from principal place of business
	Number, Street, City, State & ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership

☐ Other. Specify: \_\_\_\_\_

Debtor **Blue Earth, Inc.**  
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53AB))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.naics.com/search/>.

8. Under which chapter of the Bankruptcy Code is the Debtor filing?

Check one:

- ☐ Chapter 7  
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years after that).  
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operation, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ A plan is being filed with this petition.  
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  
☒ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.  
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.  
☐ Yes.

If more than 2 cases, attach a separate list.

District		When		Case number	
District		When		Case number	

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No  
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<b>Blue Earth Tech, Inc.</b>	Relationship to you	<b>Affiliate</b>
District	<b>Northern District of California, San Francisco Division</b>	When	Case number, if known

Debtor **Blue Earth, Inc.**  
Name

Case number (if known)

**11. Why is the case filed in this district?**

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

**Where is the property?**

Number, Street, City, State & ZIP Code

**Is the property insured?**

☐ No

☐ Yes. Insurance agency

Contact name

Phone

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**

☐ 1-49

☐ 50-99

☐ 100-199

☒ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

**15. Estimated Assets**

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

**16. Estimated liabilities**

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Blue Earth, Inc.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signature**

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

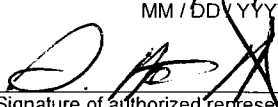
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.


Executed on 03/21/2016  
MM/DD/YYYY

X   
Signature of authorized representative of debtor

**G. Robert Powell**  
Printed name

Title CEO

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date 03/21/2016  
MM/DD/YYYY

**Debra I. Grassgreen CA Bar No.**  
Printed name

**Pachulski Stang Ziehl & Jones LLP**  
Firm name

**150 California Street**  
**San Francisco, CA 94111-4500**  
Number, Street, City, State & ZIP Code

Contact phone 415-263-7000 Email address

169978  
Bar number and State

**Official Form 201A (12/15)**

*[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]*

**United States Bankruptcy Court  
Northern District of California**

In re Blue Earth, Inc.

Debtor(s)

Case No.

Chapter

11

**Attachment to Voluntary Petition for Non-Individuals Filing for  
Bankruptcy under Chapter 11**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 09548108.

2. The following financial data is the latest available information and refers to the debtor's condition on 12/31/14.

a. Total assets \$ 98,947,565.00

b. Total debts (including debts listed in 2.c., below) \$ 87,768,624.00

c. Debt securities held by more than 500 holders:

Approximate  
number of  
holders:

secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>

d. Number of shares of preferred stock 0 0

e. Number of shares common stock 112,017,235

Comments, if any:

**N/A**

3. Brief description of Debtor's business:

**A comprehensive provider of alternative/renewable energy solutions for small and medium-sized commercial and industrial facilities.**

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

**Jackson Investment Group, LLC and David Lies.**

**SECRETARY'S CERTIFICATE**

**OF**

**BLUE EARTH, INC.**

March 21, 2016

The undersigned hereby certifies that he is the duly elected and incumbent Secretary of Blue Earth, Inc., a Nevada corporation (the "Company") and in such capacity certifies that (a) attached hereto is a true, complete and correct copy of the resolutions adopted by the board of directors of the Company on March 21, 2016 and (b) such resolutions have not been amended, modified or rescinded and remain in full force and effect as of the date hereof.

**IN WITNESS WHEREOF**, the undersigned has executed this Secretary's Certificate to be effective as of the date first set forth above.

  
\_\_\_\_\_

Name:

Title: Secretary

**SIGNATURE PAGE TO SECRETARY'S CERTIFICATE OF BLUE EARTH, INC.**

DOCS\_SF:90057.1 09999/001

**EXHIBIT A**

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF  
BLUE EARTH, INC.**

WHEREAS, the Board of Directors (the “**Board**”) of Blue Earth, Inc. (the “**Company**”), a Nevada corporation, acting pursuant to the laws of the State of Nevada, has considered the financial and operational aspects of the Company’s business;

WHEREAS, the Board has reviewed the historical performance of the Company, the market for the Company’s business, and the current and long-term liabilities of the Company;

WHEREAS, the Board has, over the last several months, reviewed the materials presented by the management of and the advisors to the Company regarding the possible need to restructure the Company, and has analyzed each of the strategic alternatives available to it, and the impact of the foregoing on the Company’s business and its stakeholders;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, employees, preferred and common stockholders, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”);

RESOLVED, that the officers of the Company (each, an “**Authorized Officer**”) be, and each of them hereby is, authorized on behalf of the Company to execute, verify and file all petitions, schedules, lists, and other papers or documents, and to take and perform any and all further actions and steps that any such Authorized Officer deems necessary, desirable and proper in connection with the Company’s chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED, that the Authorized Officers, on behalf of the Company, are authorized, empowered and directed to retain the law firm of Pachulski Stang Ziehl & Jones LLP (“**PSZ&J**”) as bankruptcy counsel to represent and assist the Company in carrying out its duties under chapter 11 of the Bankruptcy Code, and to take any and all actions to advance the Company’s rights in connection therewith, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy petition, and to cause to be filed an appropriate application for authority to retain the services of PSZ&J;

RESOLVED, that the Authorized Officers, on behalf of the Company, are authorized, empowered and directed to retain EOS Capital Advisors LLC and Ice Glen Associates, LLC to represent and assist the Company in handling valuation of its assets in connection with a restructuring or the marketing and sale of its assets in the chapter 11 case, and to take any and all actions to advance the Company’s rights in connection therewith, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy

petition, and to cause to be filed an appropriate application for authority to retain the services of EOS Capital Advisors LLC and Ice Glen Associates, LLC;

RESOLVED, that the Authorized Officers of the Company be, and hereby are, authorized and directed to employ any other professionals necessary to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the officers of the Company are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the bankruptcy petition and cause to be filed appropriate applications with the bankruptcy court for authority to retain the services of any other professionals, as necessary, and on such terms as are deemed necessary, desirable and proper;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized on behalf of the Company to take any and all actions, to execute, deliver, certify, file and/or record and perform any and all documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities or certificates and to take any and all actions and steps deemed by any such Authorized Officer to be necessary or desirable to carry out the purpose and intent of each of the foregoing resolutions and to effectuate a successful chapter 11 case, including, but not limited to postpetition financing, a sale of the Company's assets, the development, filing and prosecution to confirmation of a chapter 11 plan and related disclosure statement; and

RESOLVED, that any and all actions heretofore taken by any Authorized Officer or the directors of the Company in the name and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, ratified, confirmed, and approved in all respects.



Fill in this information to identify the case:

Debtor name Blue Earth, Inc.  
 United States Bankruptcy Court for the: Northern District of California (State)  
 Case number (If known): \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 204

### Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	D. Jason Davis Joseph Patalano c/o Romero Park P.S. H. Troy Romero & Christopher Powell 155-108th Avenue N.E. Ste 202 Bellevue, WA 98004	Romero Park P.S. H. Troy Romero & Christopher Powell 155-108th Avenue N.E. Ste 202 Bellevue, WA 98004 Tel: 858-592-0065 Email: cpowell@romeropark.com Contact: Chris Powell	Judgment	Disputed			\$1,604,312.71
2	TCA Global Credit Master Fund, LP 9950 West Country Club Drive Aventura FL 33180	TCA Global Credit Master Fund, LP 9950 West Country Club Drive Aventura FL 33180 Tel: 973-879-9878 Fax: 973-807-1813 Email: dsilverman@tcaglobalfund.com Contact: Donna Silverman	Line of Credit Payable (includes estimated \$30K of accrued interest)	Contingent, Unliquidated			\$1,225,583.87
3	Davidoff Hutcher & Citron LLP 605 Third Avenue, 34th Floor New York, NY 10158	Davidoff Hutcher & Citron LLP 605 Third Avenue, 34th Floor New York, NY 10158 Tel: 212-557-7200 Fax: 212-286-1884 Email: ehl@dmlegal.com Contact: Elliot H. Lutzker	Trade claim				\$191,056.37

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
4	Morgan, Lewis & Bockius LLP Two Palo Alto Square, 3000 El Camino Real, Suite 700 Palo Alto, CA 94306	Morgan, Lewis & Bockius LLP 1400 Page Mill Road Palo Alto, CA 94304 Tel: 650-843-4000 Fax: 650-843-4001 Email: James.chapman@bingham.com Contact: James C. Chapman	Legal	Disputed			\$188,010.81
5	Kenmont Capital Partners, LP 711 Louisiana Street, Suite 1750 Houston, TX 77002	Kenmont Capital Partners, LP 711 Louisiana Street, Suite 1750 Houston, TX 77002 Tel: 713-337-3636 Fax: 713-223-0930 Email: dkendall@kenmontcap.com Contact: Donald Kendall	Office expenses in support of BE Capital operations				\$144,102.00
6	Bushnell Law Group 1001 Bishop Street, Suite 2925 Honolulu, HI 96813	Bushnell Law Group 1001 Bishop Street, Suite 2925 Honolulu, HI 96813 Tel: 808-585-6050 Fax: 808-585-6040 Email: Bbushnell@bushnelllawgroup.com Contact: Blake Bushnell	Trade claim				\$84,728.61
7	Orrick, Herrington & Sutcliffe LLP Dept 34461 PO Box 39000 San Francisco, CA 94139	Orrick, Herrington & Sutcliffe LLP The Orrick Building 405 Howard Street San Francisco, CA 94105-2669 Tel: 415-773-5700 Fax: 415-773-5759 Email: tglascock@orrick.com Contact: Thomas Glascock	Trade claim				\$79,858.70
8	NASDAQ Stock Market LLC c/o Wells Fargo Bank, N.A. Lockbox 10200 PO Box 8500 Philadelphia, PA 19178-0200	NASDAQ Stock Market LLC 9600 Blackwell Road Rockville, MD 20850 Phone: 800-955-3898 Fax: 301-978-4910	Trade Claim				\$75,000.00

Debtor Blue Earth, Inc.  
Name

Case number (if known) \_\_\_\_\_

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	James S. Marinos 111 Elm Street, Suite 300 San Diego, CA 92101	James S. Marinos Law Offices 111 Elm Street, Suite 300 San Diego, CA 92101 Tel: 619-236-1717 Fax: 619-236-9086 Email: marinoslaw@sbcglobal.net Contact: James Marinos	Trade claim				\$65,790.21
10	Hobbs & Towne, Inc. PMB 269 PO Box 987 Valley Forge, PA 19482	Hobbs & Towne, Inc. 1288 Valley Forge Rd. #88 PMB 269 PO Box 987 Valley Forge, PA 19482 Tel: 610-783-4600 Fax: 610-783-4511 Email: RHobbs@hobbstowne.com Contact: Bobby Hobbs	Trade claim				\$61,660.00
11	RHZM International Ltd. Attn: Jim Mao PO Box 612114 San Jose, CA 95161	RHZM International Ltd. Attn: Jim Mao PO Box 612114 San Jose, CA 95161 Email: ttl2008@foxmail.com Contact: Jim Mao	Trade claim				\$58,000.00
12	Rimon, PC 1 Embarcadero Center, Suite 400 San Francisco, CA 94111	Rimon, PC 1 Embarcadero Center, Suite 400 San Francisco, CA 94111 Tel: 415-683-5472 Fax: 800-930-7271 Email: buz.barclay@rimonlaw.com Contact: Buz Barclay/Erika Teijeiro-Ficht	Trade claim				\$40,617.40
13	Sam Clar Office Furniture 1221 Diamond Way Concord, CA 94520	Sam Clar Office Furniture 2500 Bisso Lane, Suite 200 Concord, CA 94520 Tel: 925-602-3900 Fax: 925-602-5054 Email: john@samclar.com Contact: John Schwartz	Trade claim				\$23,574.19

Debtor

Blue Earth, Inc.  
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
14	Haynie & Company 50 W. Broadway, Suite 600 Salt Lake City, UT 84101	Haynie & Company 1785 W. 2300 S. Salt Lake City, UT 84119 Tel: 801-328-4408 Fax: 801-972-8941 Email: SteveH@hayniecpas.com; SteveA@hayniecpas.com Contact: Steve Hurd; Steve Avis	Trade claim				\$21,486.13
15	Ivan Xinyu Liu Rm 2203 No. 12 Lane 258 Zhuzhou Road, Shanghai 200083 China	Ivan Xinyu Liu Rm 2203 No. 12 Lane 258 Zhuzhou Road, Shanghai 200083 China Tel: 133 0180 7258 Email: liu_xinyu@hotmail.com Contact: Ivan Xinyu Liu	Trade claim				\$21,202.00
16	Financial Reporting Advisors, LLC 100 N. LaSalle Street, Suite 2215 Chicago, IL 60602	Financial Reporting Advisors, LLC 100 N. LaSalle Street, Suite 2215 Chicago, IL 60602 Tel: 312-345-9101 Fax: 312-345-9110 Email: petersen@finra.com Contact: Richard Petersen	Trade claim				\$20,130.00
17	Jim Mao PO Box 612114 San Jose, CA 95161	Jim Mao PO Box 612114 San Jose, CA 95161 Email: ttkl2008@foxmail.com	Trade claim				\$18,182.22
18	CBRE Global Investors, LLC SPUS Value 7-235 Pine PO Box 398253 San Francisco, CA 94139-8253	CBRE Global Investors, LLC SPUS Value 7-235 Pine PO Box 398253 San Francisco, CA 94139-8253 Tel: 415-989-6353 Fax: 415-989-8529 Email: Hayley.Crickmore@cbre.com Contact: Hayley Crickmore	Trade claim				\$15,384.50

Debtor Blue Earth, Inc.  
Name

Case number (if known) \_\_\_\_\_

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
19	Montgomery Technologies, LLC 222 Kearny Street, Suite 306 San Francisco, CA 94108	Montgomery Technologies, LLC 222 Kearny Street, Suite 306 San Francisco, CA 94108 Tel: 866-824-8362 Email: mwright@montgomerytech.n	Trade claim				\$13,608.00
20	One Blue Mountain, Inc. PO Box 832 291 South 200 West Farmington, UT 84025	One Blue Mountain, Inc. PO Box 832 291 South 200 West Farmington, UT 84025 Tel: 801-916-3884 Email: gjonest@aol.com Contact: Gordon Jones	Trade claim				\$7,850.00

**Fill in this information to identify the case and this filing:**

Debtor Name Blue Earth, Inc.  
United States Bankruptcy Court for the: Northern District of California (State)  
Case number (if known): \_\_\_\_\_

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**Declaration and signature**

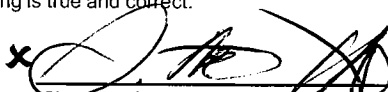
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Consolidated List of Creditors who have the 20 Largest Unsecured Claims that are not Insiders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/21/2016  
MM / DD / YYYY

  
\_\_\_\_\_  
Signature of individual signing on behalf of debtor

G. Robert Powell  
Printed name

CEO  
Position or relationship to debtor

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF

In re: ) Chapter 11  
 )  
BLUE EARTH, INC., ) Case No. 16-\_\_\_\_ (\_\_\_\_)  
Debtor. )  
 )

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned authorized officer of the above-captioned Debtor, certifies that the following is a corporation other than the Debtor, or a governmental unit, that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under FRBP 7007.1.

☐ None [*check if applicable*]

Name: Jackson Investment Group, LLC  
Address: 2655 Northwinds Parkway  
Alpharetta, GA 30009

Dated: March 21, 2016



G. Robert Powell  
CEO



Fill in this information to identify the case and this filing:

Debtor Name Blue Earth, Inc.

United States Bankruptcy Court for the: Northern District of California  
State)

Case number (if known): \_\_\_\_\_

## Official Form 202

# Declaration Under Penalty of Perjury for Non-Individual Debtors

12

/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

### Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_

☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)

☒ Other document that requires a declaration

Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/21/2016  
MM / DD / YYYY

x   
Signature of individual signing on behalf of debtor

G. Robert Powell

Printed name

CEO

Position or relationship to debtor




UNITED STATES BANKRUPTCY COURT  
DISTRICT OF

In re: ) Chapter 11  
BLUE EARTH, INC., )  
Debtor. ) Case No. 16-\_\_\_\_(\_\_\_\_)  
)  
)

**VERIFICATION OF CREDITOR MATRIX**

I, G. Robert Powell, the undersigned authorized officer of the corporation named  
as the Debtor in this case, hereby verify that the attached list of creditors is true and correct to the  
best of my knowledge.

Dated: March 21, 2016

  
\_\_\_\_\_  
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CEO

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Fill in this information to identify the case and this filing:

Debtor Name Blue Earth, Inc.

United States Bankruptcy Court for the: Northern District of California  
(State)

Case number (if known): \_\_\_\_\_

Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_

☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)

☒ Other document that requires a declaration

Creditor Matrix Verification

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/21/2016  
MM / DD / YYYY

  
Signature of individual signing on behalf of debtor

G. Robert Powell

Printed name

CEO

Position or relationship to debtor